

The Constitution of the

BRITISH COLUMBIA GENEALOGICAL SOCIETY

1. The name of the Society is: **BRITISH COLUMBIA GENEALOGICAL SOCIETY** hereinafter called "*the Society.*"
2. The objects of the Society are:
 - (a) to promote, encourage, and foster the study of genealogy and the performance of original genealogical research, mainly in the Province of British Columbia;
 - (b) to collect and preserve information, books, manuscripts, typescripts, charts, maps, photographs, microfilms, and related material relevant to such genealogical study and performance;
 - (c) to encourage and instruct members in the ethical principles, scientific methods and effective techniques of genealogical research;
 - (d) to publish and distribute books, bulletins, and other printed material as may from time to time be desirable to further the foregoing objects of the Society; and
 - (e) to raise funds and, in so doing, to accept grants, donations, gifts, legacies, and bequests for any of the foregoing objects and, in accordance with the condition that the Society shall be operated without the purpose of gain for its members, any profits of, or other accretions to the Society shall be used in promoting these objects.
3. The operations of the Society are to be chiefly carried on in the Province of British Columbia.
4. If upon winding up or dissolution of the Society, there remains after the satisfaction of all its debts and liabilities any property whatsoever, that property shall not be paid to or distributed among the Members, but shall be given or transferred to some other Canadian charitable organisation or organisations having cognate or similar objects, provided that such organisation is a charitable organisation within the meaning of the Canada Income Tax Act for the time being in force. Such organisation or organisations shall be determined by a majority of Members attending the first meeting called by the liquidator on the winding up or dissolution of the Society. This provision is unalterable.

The By-Laws of the

BRITISH COLUMBIA GENEALOGICAL SOCIETY

1. MEMBERSHIP

1. The *Members* of the Society shall be:
 - a) Full Members
 - b) Student Members
 - c) Associate Members
 - d) Affiliate Members
 - e) Institutional Members
 - f) Honorary Members
2. Any person or institution interested in the objects of the Society and willing to subscribe to its current By-Laws, may become a member in good standing upon payment of the dues specified in By-Law 10;
3. A *Full Member* in good standing is entitled to
 - a) attend any meeting of the Society and to vote on any motion made and seconded during a general meeting;
 - b) to stand for election to an elective office in the Society as hereinafter provided;
 - c) to receive for the current year, without charge, one copy of each issue of *The British Columbia Genealogist*, the regular publication of the Society, and of such other publications of the Society as the Board of Directors may from time to time determine;
 - d) to have access to the library of the Society in accordance with such terms as the Board of Directors may from time to time establish;

- e) to join any Branch of the Society in accordance with the regulations of the Branch, attend its regular meetings, participate in its activities, and receive its publications.
4. A full-time student at a recognised post-secondary academic institution may become a ***Student Member*** by paying dues at the rate of one-half of the fees assigned to a full member.
 5. A student member in good standing is entitled to all of the privileges of a Full Member.
 6. A close relative of a member may become an ***Associate Member***.
 7. An Associate Member in good standing is entitled to attend all General Meetings of the Society and participate in its activities, but is not entitled to vote, stand for election, or receive publications.
 8. A member of a Branch who is not a Full Member shall be an ***Affiliate Member***, entitled to
 - a) attend meetings of the Society but not to vote;
 - b) to use its Library in accordance with By-Law 1.3.d.
 9. An ***Institutional Membership*** may be granted to any library, society, or institution that is interested in the objects of the Society and wishes to receive its publications, upon payment of dues.
 10. An Institutional Member in good standing is entitled to receive for the current year, without charge, one copy of each issue of ***The British Columbia Genealogist*** and such other publications of the Society as the Board of Directors may determine
 11. An Institutional Member is not entitled to
 - a) vote at any meeting of the Society;
 - b) appoint a representative to stand for office in the Society;
 - c) receive or make commercial use of any copy of the membership list published by the Society.
 12. The Board of Directors may confer an ***Honorary Membership*** or Officership on any person in recognition of his or her contribution to the cause of genealogy or to the furtherance of the objects of the Society, or in response to a significant sum donated to the Society.
 13. The conferral of honours in By-Law 1.12 carries with it any rights or privileges given by the Board of Directors; it does not carry with it the right to vote or to hold office in the Society.
 14. The Board of Directors shall have the right to refuse to admit any person or institution to, or expel any Member from membership because of unethical practice in genealogy or wilful violation of any regulation of the Society.
 15. Members may inspect any books and records of the Society normally available for examination, at a time and in the place designated by the Board of Directors.
 16. A person shall cease to be a member of the Society
 - a) by mailing his or her resignation to the address of the Society;
 - b) at his or her death or the dissolution of the Society;
 - c) on being expelled; or
 - d) having ceased to be a member in good standing for two months.

2. EXECUTIVE OFFICERS

1. ***The Executive Officers*** of the Society shall be the:

President
First Vice-President

Second Vice-President
Treasurer
Recording Secretary
Corresponding Secretary

2. The Executive Officers shall be elected at the Annual General Meeting of the Society from among those Full Members who have been active in the Society for at least one year.
3. The term of office for an Executive Officer shall be one year or until a successor is elected.
4. An Executive Officer shall assume office immediately following conclusion of the Annual General Meeting at which he or she is elected and shall hold office until the conclusion of the Annual General Meeting at which a successor is elected.
5. No Executive Officer shall be eligible to serve more than three consecutive terms in the same office; provided that the President shall serve not more than two consecutive terms and the Treasurer shall serve not more than five consecutive terms.
6. If a vacancy should occur in any elective office between Annual General Meetings of the Society, the Board of Directors shall appoint a Full Member to serve in that office until the next Annual General Meeting, at which time the office shall be filled by election.
7. The provisions in By-Law 2.6 shall not apply to
 - a) the office of President, to which, should a vacancy occur, the First Vice-President shall automatically succeed;
 - b) the office of First Vice President, to which, should a vacancy occur, the Second Vice-President shall automatically succeed.

3. DIRECTORS

1. The *Directors* of the Society shall be:
 - a) the six Executive Officers specified in By-Law 2.1;
 - b) six persons elected as directors of the Society at an Annual General Meeting of the Society;
 - c) one person elected by each Full Branch of the Society, who may serve as a Director of the Society as defined in By-Law 9.4;
 - d) the immediate Past President of the Society;
 - e) the Library Administrator of the Society.
2. To be elected Director under By-Law 3.1.b a candidate must have been a Full Member for at least one year. He or she shall hold office for a term of three years. Two Directors shall be elected each year. Should any director resign, or be removed according to By-Law 4.7, a replacement shall be appointed to complete the term, subject to confirmation at a General Meeting.
3. A Director elected by a Branch under By-Law 3.1.c shall serve for a term of one year commencing from the date of the Annual General Meeting of the Society; the Secretary of the Branch shall provide the Recording Secretary of the Society with the name, address and occupation of their Director within fifteen days of the election; a Branch Director will serve not more than three consecutive terms.
4. The Past President and Library Administrator of the Society shall continue to be Directors as long as they are in office.
5. No Member shall be a Director in more than one capacity.
6. A director who does not maintain current membership or is expelled from membership in accordance with By-Law 1.14 will cease to hold office.

4. BOARD OF DIRECTORS

1. There shall be a **Board of Directors** of the Society (hereinafter **The Board**) composed of the Directors specified in By-Law 3.1.
2. If a Director elected by a Branch is unable to attend one or more meetings of the Board, a Member of the Branch may be chosen as a substitute, to serve on the Board for one or more meetings of the Board, with all the rights and powers of a Director; in that case he or she shall be identified to each such meeting by a letter of authorisation from the Branch.
3. Each Director shall have one vote at each meeting of the Board. Voting by proxy shall not be permitted.
4. At any meeting of the Board, a quorum shall consist of six Directors of whom at least three shall be Executive Officers .
5. The Board shall meet at least three times a year, at the call of the President or within thirty days after the receipt of a written request signed by five Directors. One of these meetings shall be between the first day of January and the date of the Annual General Meeting of the Society, another between the date of the Annual General Meeting and the first day of July, and a third between the first day of September and the fifteenth of December.
6. At these meetings the Board will
 - a) receive reports from members of the Executive Committee, appointed Directors, and Chairpersons of Committees;
 - b) deal with matters of policy; and
 - c) take whatever actions are necessary or expedient in the control of the affairs of the Society.
7. A Director may be removed from office before the expiration of his or her term
 - a) for absence from three consecutive meetings of the Board without an adequate explanation;
 - b) by a special resolution of the members.

Replacement in (a) is by Board appointment and (b) by election.

8. The Board, subject to these By-Laws and to the direction given it by the majority vote of any General Meeting of the Society duly called, shall have full power and authority over the affairs of the Society and the custody and control of all its property of whatever kind.
9. The Society, acting through its Board, may borrow or raise and secure the payment of money in such manner as the Board may think fit, including debentures, for the purpose of carrying out the objects of the Society. Debentures require a special resolution, and borrowing power may be restricted by special resolution.
10. The Board may appoint a Full Member of the Society
 - a) as Editor of the publications of the Society;
 - b) as Library Administrator;
 - c) to other positions that the Board may decide to create.

A Member so appointed shall hold the position until a new appointment is made or until the position is suspended or terminated by the Board.

11. Each Member nominated for an office or holding one, including anyone holding an appointed position in the Society, shall be a Full Member of the Society in good standing throughout the term of office or position.
12. In every issue of **The British Columbia Genealogist** there shall be published the names of the Board Members, with relevant municipality of residence and office or position of each

Executive Officer;
 Honorary Officer, if any;
 Director elected under By-Law 3.1.b with the year when the person's term of office expires;

Director designated under By-Law 3.1.c, naming the Branch the person represents, with the year his or her term expires;
Director designated by position in By-Law 3.1.d.

13. Each Officer, Director, and holder of an appointed position in the Society shall upon retiring from an office or a position pass on to his or her successor or to the Archivist any data pertinent to the Office or position held, and any equipment or supplies belonging to the Society.

5. EXECUTIVE COMMITTEE

1. There shall be an *Executive Committee* of the Society composed of the six Executive Officers as specified in By-Law 2.1.
2. The President or any two other Executive Officers may convene a meeting of the Executive Committee as often as necessary to fulfil the purpose of the Executive Committee. Three Officers shall constitute a quorum.
3. The Executive Committee shall act between meetings of the Board to carry forward the business of the Society and at such times it shall have the authority of the Board without the ability to modify any policies or decisions made by the Board.

6. OTHER COMMITTEES

1. The Board may from time to time designate committees, standing and special, of the Society and appoint a chairperson and other members of each such committee. The President shall be *ex officio* a member of all committees except the Nominating Committee. At its first meeting after the Annual General Meeting, the Board shall designate those committees that are to be Standing Committees and make the relevant appointments.
2. Unless the Board decides otherwise, the following are Standing Committees, whose Chairpersons are responsible to the officer indicated:
 - a) to the President, the
Executive Committee,
Finance Committee, and
Liaison Representatives.
 - b) to the First Vice-President, the
Library Committee,
Publications Committee,
B.C. Research Committee, and
Archives Committee.
 - c) To the Second Vice-President, the
Education Committee,
Membership Committee,
Hospitality Committee, and
Public Relations Committee.
 - d) To the Past President, the
Nominating Committee.
3. One Member of the Board shall serve as a liaison person with each of the Committees listed in By-Law 6.2.
4. The duties of these Committees are detailed in Part C of the British Columbia Genealogical Society Handbook referred to in By-Law 12: *Duties of the British Columbia Genealogical Society Board Members, Officers, Committee Chairpersons and others serving the British Columbia Genealogical Society.*

7. DUTIES OF OFFICERS

1. The Officers of the Society shall perform the duties prescribed in these By-Laws, in the *Duties of BCGS Board Members, Officers, Committee Chairpersons and others serving the British Columbia Genealogical Society*, and by the parliamentary authority adopted by the Society.
2. The President shall preside at all meetings of the Society, the Board of Directors and the Executive Committee. If he or she is absent, the First or Second Vice-President shall preside in that order of precedence.
3. The Recording Secretary shall be responsible for the preparation and the custody of the minutes of all meetings of the Society, the Board, and the Executive Committee, and such other books and records of the Society as are not specifically assigned to others. In his or her absence from a meeting, the Board shall appoint another person to act as secretary at the meeting.
4. The Corresponding Secretary shall conduct the general correspondence of the Society.
5. The Treasurer shall keep the financial records of the Society, including books of account necessary to comply with the *Society Act*, and render such accounts as are necessary to the Board, members, and others as required.

8. GENERAL MEETINGS

1. A General Meeting of the Society shall be held once each month at a time and in a place designated by the Board.
2. Each year three General Meetings of the Society are designated:
 - a) The March meeting shall be the *Annual General Meeting*;
 - b) Deleted
 - c) Deleted
3. A *Special General Meeting* may be called at any time of the year if the Board so decides, to deal with matters that cannot conveniently be deferred until the next Annual General Meeting. The general nature of the matters to be dealt with shall be specified in the notice. Any meeting at which a Special Resolution is to be considered for passage by the membership is a Special General Meeting and the Resolution must be presented as such to the membership at the time that the notice of meeting is given. Passage of the Resolution requires a majority of not less than 75% of such members entitled to vote as are present in person at that meeting.
4. Notice of the Annual General Meeting and any Special General Meeting must be given to Full Members at least twenty-one days in advance of its date.
5. Ten percent of the Full Members of the Society in good standing may request the Board to call a Special General Meeting by written requisition stating the general nature of the matters to be dealt with at the meeting, signed by those making the requisition and delivered to the President. Within 21 days following receipt of such a requisition, the Board shall call a Special General Meeting to deal with the matters stated in the requisition.
6. At all General Meetings of the Society, twenty Members shall constitute a quorum. Only Members in good standing present in person may vote or be counted in determining a quorum.
7. At each Annual General Meeting the Treasurer of the Society will present for approval the name of an auditor for the Society. The auditor approved by the membership shall audit the account books of the Society at least once a year and give a written report of the audit to the Board.
8. The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Society may adopt.

9. BRANCHES

1. Any group of people in a given geographical area may apply for status as a local Branch of the Society. The application shall define the geographical area in British Columbia in which the Branch proposes to operate and state the name by which the Branch proposes to be known. At least one member must be a member of the Society.
2. Upon the recommendation of an investigating committee appointed by the President, such an application may be approved by the Board with or without changes in territory or name. Such approval shall be communicated in writing to the applicants who shall thereupon comprise a Branch of the Society.
3. A Branch fee may be assessed by the Board of the Society and the amount shall be subject to the approval of the Board.
4. If such a Branch has ten or more members who are Full Members of the Society in good standing, the Branch may apply in writing for representation on the Board of the Society. When this application has been accepted, the Branch shall become a Full Branch and may designate one of its members to serve as a Director of the Society in accordance with By-Law 3.3.
5. All members of a Branch who are not Full Members of the Society shall be Affiliates of the Society and shall have only the privileges specified in By-Law 1.8 or given by the Board of the Society.
6. A Branch may plan its own meetings and programs of activity and may publish a newsletter, all without reference to the Board, but in these and other activities the Branch shall at all times conform to the Constitution of the Society and, where applicable, to the provisions of these By-Laws.
7. A Branch may raise funds by means of fees or subscriptions or by such other means as it may adopt. The schedule of fees or subscriptions for a Full Branch is subject to approval by the Board which shall be informed in writing of the setting and charging of such fees and subscriptions. No Branch shall, however, be required to set the same fee or subscription as is charged by another Branch, and Branch fees or subscriptions shall not be disapproved by the Board on the grounds that they are not uniform with those of other Branches.
8. A Branch may establish a constitution and By-Laws of its own, provided that such constitution and By-Laws conform to those of the Society and to the provisions of these By-Laws. A Branch constitution and By-Laws and any amendment thereto shall be subject to the approval of the Board, which shall be furnished with a copy prior to its adoption by the Branch.
9. In the event that any Branch becomes dormant or is dissolved, the Secretary of such Branch shall forward to the Treasurer of the Society any residue of funds and shall forward to the Archivist of the Society all records, accounts, library, and files of such Branch. If the Branch is revived within a period of five years from its dissolution, the funds, records, accounts, library, and files shall be restored to it, subject to the approval of the Board.
10. The Board may, on the complaint of any person against or in respect to a Branch and after hearing the complainant and representatives of the Branch, by written order suspend or terminate the affiliation of the Branch to the Society. No such hearing may take place without the Branch and complainant having been given at least thirty days notice in writing of the hearing and, in the case of the Branch, particulars of the complaint.

10. DUES

1. The rate of the annual dues for various forms of membership in the Society described in Article 1 shall be approved at a General Meeting of the Society, on the recommendation of the Board.
2. The fiscal year of the Society is the calendar year and dues are payable on the first day of January in each year.
3. A member who fails to pay current annual dues by **the last day of January** shall no longer be in good standing and his or her entitlement as set out in By-Law 1 shall be suspended at that time.

11. EXECUTION OF INSTRUMENTS

1. Any deed, contract, document, or instrument in writing required to be executed on behalf of the Society, shall be signed by two of the Executive Officers, one of whom shall be the President or the First Vice-President.
2. The Society may adopt a common seal which shall be kept in the custody of the Recording Secretary and which shall not be affixed to any document, etc., except in the presence of the two signing Officers, acting under the provisions of By-Law 11.1, duly authorised, who shall attest the fixing of the seal to such document, etc., as the Board shall direct.
3. Any cheque, draft, promissory note or bill of exchange shall be signed on behalf of the Society by any two of the following: the President, the First-Vice President, the Treasurer, the immediate Past President or an Executive Office designated by the Board. The President, the First Vice-President, the Treasurer, the immediate Past President or an Executive Officer designated by the Board may make other routine banking arrangements on behalf of the Society.

12. THE HANDBOOK

1. The Society will prepare and maintain a **Handbook** which will contain at least these three sections:

Part A. *The Constitution*

Part B. *The By-Laws*

Part C. *The Duties of the British Columbia Genealogical Society Board Members, Officers, Committee Chairpersons, and others serving the British Columbia Genealogical Society.*

13. CONSTITUTION AND BY-LAWS

1. All **Full Members** of the Society are entitled to a copy of this Constitution and these By-Laws. New members are to receive a copy when they have paid their dues.
2. The Constitution and By-Laws of the Society can be amended only by a Special Resolution in accordance with the provisions of Article 8, Section 3 of the By-Laws.